



**Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.**

**Detail of the Agenda:**

Promoter/ Public	No. of shares held (1)	No. of votes Polled (2)	% of votes Polled on Outstanding shares (3) = [(2)/(1)] *100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favoured on votes Polled (6) = [(4)/(2)]*100	% of votes against on votes Polled (7) = [(5)/(2)]*100
<b>Resolution No. 1: To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March, 2015, Profit and Loss Account for the year ended on that date, the report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.</b>							
<b>Mode of Voting (e-voting)</b>							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional Holders	15,44,43,616	11,03,68,591*	100	11,03,68,591*	0	100	0
Public - Others	56,045	54,745	97.68	53,660	1085	98.0	1.99
Total (A)	15,44,99,661	11,04,23,336*	100	11,04,22,251*	1085	99.9	00.01
<b>Mode of Voting (Poll)</b>							
Promoter and Promoter Group	84,83,73,774	84,83,73,774	0	84,83,73,774	0	100%	00.00%
Public – Institutional Holders	0	0	0	0	0	0	0
Public - Others	41,800	36,622	87.61	25,728	10,894	70.25	29.75
Total (B)	84,84,15,574	84,84,10,396	100	84,83,99,502	10,894	100	0
Result (A+B)	100,29,15,235	95,88,33,732	95.60	95,88,21,753	11,979	100	0





Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes Polled (2)	% of votes Polled on Outstanding shares (3) = [(2)/(1)] *100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes Polled (6) = [(4)/(2)]*100	% of votes against on votes Polled (7) = [(5)/(2)]*100
<b>Resolution No.2: To declare Dividend on Equity Shares for the year 2014-15.</b>							
<b>Mode of Voting (e-voting)</b>							
Promoter and Promoter Group	0	0	0	0	0	0	00.00
Public – Institutional Holders	15,44,43,616	11,03,68,591*	100	11,03,68,591*	0	100	0
Public - Others	56,045	55,995	99.91	54,320	1,675	97	0.03
Total (A)	15,44,99,661	11,04,24,586*	100	11,04,22,911*	1,675	100	0
<b>Mode of Voting (Poll)</b>							
Promoter and Promoter Group	84,83,73,774	84,83,73,774	0	84,83,73,774	0	100	00.00
Public – Institutional Holders	0	0	0	0	0	0	0
Public - Others	41,800	36,522	87.37	24,828	11,694	67.98	
Total (B)	84,84,15,574	84,84,10,296	100	84,83,98,602	11,694	100	0
Result (A+B)	100,29,15,235	95,88,34,882	95.60	95,88,21,513	13,369	100	0

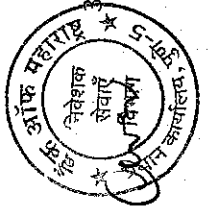




Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes Polled (2)	% of votes Polled on Outstanding shares (3) = [(2)/(1)] *100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favoured on votes Polled (6) = [(4)/(2)]*100	% of votes against on votes Polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	0	0	0	0	0	0	00.00%
Public – Institutional Holders	15,44,43,616	11,03,68,591*	100	11,03,68,591*	0	100	0
Public - Others	56,045	55,255	98.59	53,754	1,501	97.28	2.72
Total (A)	15,44,99,661	11,04,23,846*	100	11,04,22,345*	1,501	100	0
Mode of Voting (Poll)							
Promoter and Promoter Group	84,83,73,774	84,83,73,774	0	84,83,73,774	0	100	0
Public – Institutional Holders	0	0	0	0	0	0	0
Public - Others	41,800	36,422	60.35	25,228	11,194	100	0
Total (B)	84,84,15,574	84,84,10,196	100	84,83,99,002	11,194	100	0
Result (A+B)	100,29,15,235	95,88,34,042	95.60	95,88,21,347	12,695	100	0

Resolution No.3: To raise capital through FPO/Rights/QIP, etc.





Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes Polled (2)	% of votes Polled on Outstanding shares (3) = [(2)/(1)] * 100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favoured on votes Polled (6) = [(4)/(2)]*100	% of votes against on votes Polled (7) = [(5)/(2)]*100
<b>Resolution No.4a To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government</b>							
<b>Name of the Candidate: Mr. Ramesh Chandra Agrawal</b>							
<b>Mode of Voting (e-voting)</b>							
Promoter and Promoter Group	NA	NA	NA	NA	NA	NA	NA
Public – Institutional Holders	15,44,43,616	0	0	0	NA	0	NA
Public - Others	44,849	25,859	57.66	25,859	NA	100	NA
Total (A)	15,44,99,661	25,859	0.02	25,859	NA	100	NA
<b>Mode of Voting (Poll)</b>							
Promoter and Promoter Group	NA	NA	NA	NA	NA	NA	NA
Public – Institutional Holders	23,963	12,231	50.98	12,231	NA	100	NA
Public - Others	23,963	12,231	50.98	12,231	NA	100	NA
Total (B)	15,45,23,624	38,090	0.02	38,090	NA	100	NA
Result (A+B)							





Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes Polled (2)	% of votes Polled on Outstanding shares (3) = [(2)/(1)] *100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favoured on votes Polled (6) = [(4)/(2)]*100	% of votes against on votes Polled (7) = [(5)/(2)]*100
<b>Resolution No.4 b To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government</b>							
<b>Name of the Candidate: Mr. R. Thamodharan</b>							
<b>Mode of Voting (e-voting)</b>							
Promoter and Promoter Group	NA	NA	NA	NA	NA	NA	NA
Public – Institutional Holders	15,44,43,616	10,63,18,292	96.33	10,63,18,292	NA	100	NA
Public - Others	44,859	18,990	42.33	18,990	NA	100	NA
Total (A)	15,44,99,661	10,63,37,282	96.35	10,63,37,282	NA	100	NA
<b>Mode of Voting (Poll)</b>							
Promoter and Promoter Group	NA	NA	NA	NA	NA	NA	NA
Public – Institutional Holders	0	0	0	0	0	0	0
Public - Others	23,963	11,732	100	11,732	NA	100	NA
Total (B)	23,963	11,732	49.02	11,732	NA	100	NA
Result (A+B)	15,45,23,624	10,63,49,014	96.36	10,63,49,014	NA	100	NA

\* As per Section 3 Sub-section 2(E), of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, other than the Central Govt, no shareholder shall be entitled to exercise voting rights in excess of 10% (ten percent) of the total voting rights of all the shareholders of the Bank. As per this stipulation, 4,40,75,025 votes of LIC were disallowed since exceeds ten per cent (10%) voting cap.



**Raghavendra J. Joshi**  
Practicing Company Secretary  
FCS 4478  
CP No. 8774

Mobile: 98230 60396  
Office: 020-25234537  
Email: rjoshi@aptejoshi.com

**SCRUTINIZERS' REPORT**

Pursuant to Section 108 of Companies Act, 2013 and  
Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014

To,  
The Chairman  
12<sup>th</sup> Annual General Meeting  
of the Equity Shareholders  
of Bank of Maharashtra  
held at 10:30 AM on June 29, 2015  
at Lokmangal, 1501, Shivajinagar, Pune - 411005.

Dear Sir,

I Raghavendra J. Joshi, (Partner of Apte Joshi & Associates, Practicing Company Secretary, Pune) appointed by the Board of Directors of Bank of Maharashtra - pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 as a Scrutinizer of Bank of Maharashtra (the Bank) for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 and was also appointed as scrutinizer to conduct Poll on the below mentioned resolutions, at the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra, held on June 29, 2015 at Lokmangal, 1501, Shivajinagar, Pune - 411005, submit my report as under:

I have issued separate scrutinizers report dated 30<sup>th</sup> June, 2015 on the e-voting and on the Poll on the resolutions passed at the Annual General Meeting of the Bank. As requested by management, I submit herewith my combined report on results of e-voting together with that of Poll as under:

*A-6, Ishan Sanskruti, Warje, Pune 411058.*

*RJ*



**Raghavendra J. Joshi**

Practicing Company Secretary

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Item No.	Particulars	Total Votes	In Favour	Against	Remark
Item No. 1	Adoption of accounts for the year ended 31 <sup>st</sup> March, 2015	95,88,33,732	95,88,21,753	11,979	Resolution passed with requisite majority
Item No. 2	Declaration of dividend on Equity Shares for the year 2014-15.	95,88,34,882	95,88,21,513	13,369	Resolution passed with requisite majority
Item No. 3	Raise capital through FPO/Rights/QIP etc.	95,88,34,042	95,88,21,347	12,695	Resolution passed with requisite majority
Item No. 4	Appointment of One Shareholder Director from amongst the Shareholders of the Bank, other than the Central Government.				In respect of item no 4. Shri. R. Thamodharan secured majority of votes. He may be declared as elected.
	Shri. Ramesh Chandra Agarwal	10,63,87,104	38,090		
	Shri. R. Thamodharan		10,63,49,014		

Thanking You,  
Yours faithfully,



**Raghavendra J. Joshi**

Membership No. FCS 4478

CP No. 8774

Date: June 30, 2015

Place: Pune

Time: 10.00 AM

A-6, Ishan Sanskruti, Warje, Pune 411058.

**Raghavendra J. Joshi**

Practicing Company Secretary

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**Scrutinizers' Report**

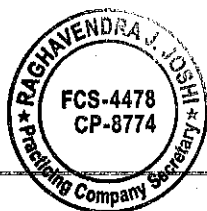
Pursuant to Section 108 of Companies Act, 2013 and rule 20 (xi) of the Companies (Management and Administration) Rules, 2014

To,  
The Chairman  
12<sup>th</sup> Annual General Meeting  
of the Equity Shareholders  
of Bank of Maharashtra  
held at 10:30 AM on June 29, 2015  
at Lokmangal, 1501, Shivajinagar, Pune - 411005.

Dear Sir,

I Raghavendra J. Joshi, (Partner of Apte Joshi & Associates, Practicing Company Secretary, Pune) appointed by the Board of Directors of Bank of Maharashtra - pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 have been appointed as a Scrutinizer of Bank of Maharashtra (the Bank) for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, at the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra, held on June 29, 2015 at Lokmangal, 1501, Shivajinagar, Pune - 411005, submit my report as under:

1. The e-voting period remain opened from June 26, 2015 (09:00a.m.) to June 28, 2015 (05:00 p. m.)
2. The shareholders holding shares as on the "Specified date" i.e. May 29, 2015 were entitled to vote on the proposed resolution (i.e. Item No. 4 : Election One shareholder Director from amongst the shareholder other than Central Government) as set out in the Notice of the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra.
3. The shareholders holding shares as on the "cut off" date i.e. June 22, 2015 were entitled to vote on other proposed resolutions (Item No. 1 to 3) as set out in the Notice of the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra.





**Raghavendra J. Joshi**

Practicing Company Secretary

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4. The votes were unblocked on June 29, 2015 around 05:00 p.m. in the presence of following two witnesses who are not in the employment of the Bank:
- Ms. Dhanashri N. Parthe (residing at Pune)
  - Ms. Poonam P. Barsaiyan (residing at Pune)

They have signed below in confirmation of the votes being unblocked in their presence.

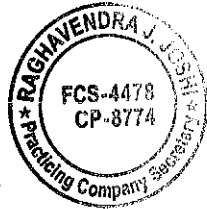



Dhanashri N. Parthe



Poonam P. Barsaiyan

5. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted for and against, were downloaded from the e-voting website of National Securities Depository Systems Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
6. As per Section 3 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 Sub-section 2(E), the maximum permissible voting is 10% of the total paid up capital of the Bank by one individual/entity. As per this stipulation, the 4,40,75,025 votes of LIC were disallowed since exceeds ten per cent (10%) voting cap. The relevant computation is annexed and marked as **Annexure A**.  
As consequence of this number of votes cast stands reduced to that extent and relevant percentages are arrived accordingly.
7. The result of the e- voting is as under:



**Raghavendra J. Joshi**

Practicing Company Secretary

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**RESOLUTION 1**

To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March, 2015, Profit and Loss Account for the year ended on that date, the report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts:

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
169	11,04,22,251	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	1085	0.01%

(iii) Invalid votes:

Total number of members votes were declared invalid (voted through electronic voting system)	Total number of votes cast by them
0	0



**Raghavendra J. Joshi**

Practicing Company Secretary

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**RESOLUTION 2**

To declare Dividend on Equity Shares for the year 2014-15.

(i) Voted in favour of the resolution:

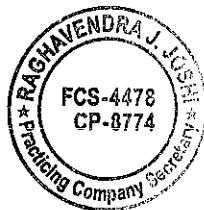
Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
171	11,04,22,911	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
6	1,675	0.01%

(iii) Invalid votes:

Total number of members votes were declared invalid (voted through electronic voting system)	Total number of votes cast by them
0	0



**Raghavendra J. Joshi**

Practicing Company Secretary

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**RESOLUTION 3**

To raise capital through FPO/Rights/QIP, etc.

(i) Voted in favour of the resolution:

Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
167	11,04,22,345	99.99%

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
8	1,501	0.01%

(iii) Invalid votes:

Total number of members votes were declared invalid (voted through electronic voting system)	Total number of votes cast by them
0	0



**Raghavendra J. Joshi**

Practicing Company Secretary

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**RESOLUTION 4 a**

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

**4 a. Shri. Ramesh Chandra Agarwal.**

(i) Voted in favour of the resolution 4 a:

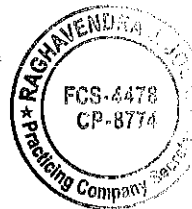
Number of members voted through electronic system	Number of members voted through voting	Number of votes cast by them	% of total number of valid votes cast
55		25,859	0.03%

(ii) Voted against the resolution 4 a:

Number of members voted through electronic system	Number of members voted through voting	Number of votes cast by them	% of total number of valid votes cast
N.A.		N.A.	N.A.

(iii) Invalid votes 4 a:

Total number of members votes were declared invalid (voted through electronic voting system)	Total number of votes cast by them
0	0



**Raghavendra J. Joshi**

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**RESOLUTION 4 b**

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

**4 b. Shri. R.Thamodharan.**

(i) Voted in favour of the resolution 4 b:

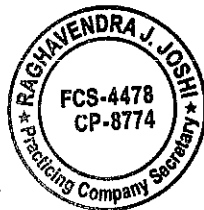
Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
64	10,63,37,282	99.97%

(ii) Voted against the resolution 4 b:

Number of members voted through electronic system	Number of votes cast by them	% of total number of valid votes cast
N.A.	N.A.	N.A.

(iii) Invalid votes:

Total number of members votes were declared invalid (voted through electronic voting system)	Total number of votes cast by them
0	0



**Raghavendra J. Joshi**

*Practicing Company Secretary*

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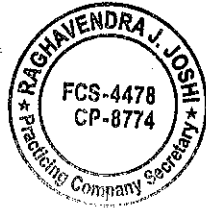
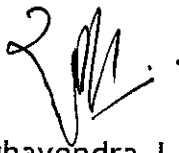
*CP No. 8774*

*Email: rjoshi@aptejoshi.com*

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8. The register, all other papers and relevant record relating to e- voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,



Raghavendra J. Joshi  
Membership No FCS 4478  
CP No. 8774

Place: Pune

Dated: June 30, 2015

**Raghavendra J. Joshi**

Practicing Company Secretary

FCS 4478

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**ANNEXURE A**

Total Number of Shares issued (Issued & Paid-up Capital)	1,06,31,82,921
Holding of LIC of India (all 11 folios)	15,03,93,317
10% cap of total voting power	10,63,18,292
Maximum Permissible Voting of LIC	10,63,18,292
Excess Voting (Dis allowed)	4,40,75,025





FORM NO. MGT - 13  
Report of Scrutinizer(S)  
Pursuant to Section 109 of Companies Act, 2013 and  
Rule 21 (2) of the Companies (Management and Administration) Rules, 2014.

To,  
The Chairman,  
Bank of Maharashtra

12<sup>th</sup> Annual General Meeting of the Equity Shareholders of Bank of Maharashtra held on Monday, June 29, 2015 at 10.30 A. M. at Appasaheb Joag Hall, Bank of Maharashtra, Lokmangal, 1501, Shivajinagar, Pune - 411005.

Dear Sir,

We, R.J. Joshi appointed by the Board of Directors of Bank of Maharashtra as Scrutinizer as per the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Shri. P. K. Modak (Shareholder) appointed by the Chairman as per Rule 61 A of Bank of Maharashtra (Shares and Meetings) Regulations, 2004 as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra, held on Monday, June 29, 2015 at Appasaheb Joag Hall, Bank of Maharashtra, Lokmangal, 1501, Shivajinagar, Pune - 411005, submit our report as under:

1. After the time fixed for closing of the Poll by the Chairman, 4 Ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The Poll Papers were reconciled along with two independent witnesses the records maintained by the Registrar and Transfer Agents of the Bank and the Authorization/proxies lodged with the Bank.
3. The Poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



*R. G. Joshi*

**(a) Resolution 1**

To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March, 2015, Profit and Loss Account for the year ended on that date, the report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts:

(i) Voted in favour of the resolution:

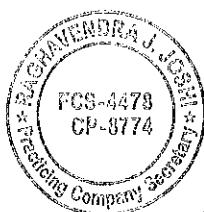
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	84,83,99,502	99.99%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
40	10,894	0.01%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
15	4,578



*[Handwritten signature]*  
*[Handwritten initials]*

**(b) Resolution 2**

To declare Dividend on Equity Shares for the year 2014-15.

(i) Voted in favour of the resolution:

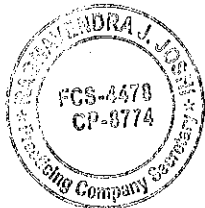
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	84,83,98,602	99.99%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
41	11,694	0.01%

(iii) Invalid votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
14	4,478



*[Handwritten signature]*  
*[Handwritten initials]*

**(c) Resolution 3**

To raise capital through FPO/Rights/QIP, etc.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	84,83,99,002	99.99%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	11,194	0.01%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
14	4,478



A handwritten signature in black ink, appearing to be "Prachi Vendors J. Joshi", written over a horizontal line.

**(d) Resolution 4**

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

**4a. Shri. Ramesh Chandra Agarwal.**

(i) Voted in favour of the resolution 4 a:

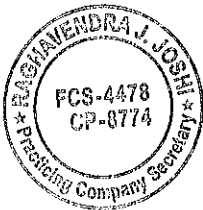
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	12,231	51.04%

(ii) Voted against the resolution 4 a:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

(iii) Invalid votes 4 a:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
54	17,827



*[Handwritten signature]*

**4b. Shri.R.Thamodharan.**

(i) Voted in favour of the resolution 4 b:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
26	11,732	48.96%

(ii) Voted against the resolution 4 b:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

(iii) Invalid votes 4 b:


Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
54	17,827

5. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.


6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking You,

Yours faithfully,

  
Raghavendra J. Joshi  
Membership No. FCS 4478  
CP No. 8774



  
P. K. Modak  
IN3004500/80016381

Place: Pune  
Dated: June 30, 2015